

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF MASSACHUSETTS**

SAFECO INSURANCE COMPANIES,

Plaintiff,

v.

NEW ENGLAND FOUNDATION
COMPANY, INC., PATRICK A. O'NEILL,
and PATRICIA E. O'NEILL,

Defendants.

CIVIL ACTION NO. 04-10989

AFFIDAVIT OF COUNSEL

I, Paula-Lee Chambers, having been duly sworn, depose and state under the penalties of perjury:

1. I am counsel of record for Plaintiff Safeco Insurance Companies ("Safeco").
2. This action was commenced by Safeco seeking reimbursement for Safeco's incurred losses and expenses and to provide collateral under an Indemnity Agreement executed by the Defendants, New England Foundation Company, Inc. ("NEFCO"), Patrick A. O'Neill and Patricia E. O'Neill (the "Indemnitors") pursuant to a General Indemnity Agreement executed by the Defendants.
3. The Scheduling Conference is currently scheduled for June 24, 2005.
4. The Scheduling Conference has already been continued once. However, Mr. O'Neill remains in ill health with a life limiting illness.
5. Safeco presently has sufficient collateral in place and has engaged in negotiations regarding the settlement of this matter between NEFCO and the Indemnitors.

6. Counsel have conferred to settle this matter by a possible Consent Judgment. As part of the ongoing negotiations, the parties are confirming remaining contract funds available to reduce the indemnitor's obligation and make a determination whether the life insurance policy and the attachment will then be sufficient to allow the matter to resolve.

7. It is the interest of judicial economy for the Court to grant this Motion.

WHEREFORE, the Plaintiff Safeco respectfully moves this Honorable Court to continue the June 24, 2005 Scheduling Conference for a period of 60 to 90 days.

Respectfully Submitted,
Safeco Insurance Companies,
By its attorneys,

/s/ Paula-Lee Chambers
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Assented to:

/s/ by Paula-Lee Chambers
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Dated: June 22, 2005